

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF TEXAS

Case number (if known)

Chapter 11 Check if this an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	<u>Gigi's Operating II, LLC</u>		
2. All other names debtor used in the last 8 years	Include any assumed names, trade names and doing business as names		
3. Debtor's federal Employer Identification Number (EIN)	<u>82-0668396</u>		
4. Debtor's address	Principal place of business <u>550 Bailey Avenue, Suite 650</u> <u>Fort Worth, TX 76107</u> Number, Street, City, State & ZIP Code	Mailing address, if different from principal place of business <u>P.O. Box 470159</u> <u>Fort Worth, TX 76147</u> P.O. Box, Number, Street, City, State & ZIP Code	
	<u>Tarrant</u> County	Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code	
5. Debtor's website (URL)	<u>www.gigiscupcakesusa.com</u>		
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify:		

Debtor

Gigi's Operating II, LLC

Case number (if known)

Name

7. Describe debtor's business A. Check one:

Health Care Business (as defined in 11 U.S.C. § 101(27A))
 Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
 Railroad (as defined in 11 U.S.C. § 101(44))
 Stockbroker (as defined in 11 U.S.C. § 101(53A))
 Commodity Broker (as defined in 11 U.S.C. § 101(6))
 Clearing Bank (as defined in 11 U.S.C. § 781(3))
 None of the above

B. Check all that apply

Tax-exempt entity (as described in 26 U.S.C. §501)
 Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
 Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.

See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.72238. Under which chapter of the
Bankruptcy Code is the
debtor filing?

Check one:

Chapter 7
 Chapter 9
 Chapter 11. Check all that apply:

Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
 The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
 A plan is being filed with this petition.
 Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
 The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to *Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
 The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy
cases filed by or against
the debtor within the last 8
years? No. Yes.If more than 2 cases, attach a
separate list.

District	When	Case number	
District	When	Case number	

10. Are any bankruptcy cases
pending or being filed by a
business partner or an
affiliate of the debtor? No Yes.List all cases. If more than 1,
attach a separate list

Debtor	See Attachment	Relationship	
District	When	Case number, if known	

Debtor

Gigi's Operating II, LLC

Case number (if known)

Name

11. Why is the case filed in this district?*Check all that apply:*

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? No Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention? (Check all that apply.)** It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

 It needs to be physically secured or protected from the weather. It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options). Other _____**Where is the property?**

Number, Street, City, State & ZIP Code

Is the property insured? No Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds***Check one:*

Funds will be available for distribution to unsecured creditors.

After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
 1-49
 50-99
 100-199
 200-999

 1,000-5,000
 5,001-10,000
 10,001-25,000

 25,001-50,000
 50,001-100,000
 More than 100,000
 15. Estimated Assets
 \$0 - \$50,000
 \$50,001 - \$100,000
 \$100,001 - \$500,000
 \$500,001 - \$1 million

 \$1,000,001 - \$10 million
 \$10,000,001 - \$50 million
 \$50,000,001 - \$100 million
 \$100,000,001 - \$500 million

 \$500,000,001 - \$1 billion
 \$1,000,000,001 - \$10 billion
 \$10,000,000,001 - \$50 billion
 More than \$50 billion
 16. Estimated liabilities
 \$0 - \$50,000
 \$50,001 - \$100,000
 \$100,001 - \$500,000
 \$500,001 - \$1 million

 \$1,000,001 - \$10 million
 \$10,000,001 - \$50 million
 \$50,000,001 - \$100 million
 \$100,000,001 - \$500 million

 \$500,000,001 - \$1 billion
 \$1,000,000,001 - \$10 billion
 \$10,000,000,001 - \$50 billion
 More than \$50 billion

Debtor

Gigi's Operating II, LLC

Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 01/04/2019
MM / DD / YYYY

X

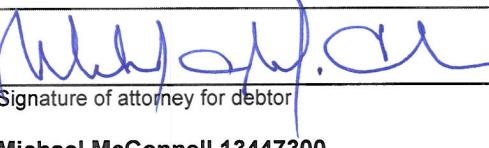

Signature of authorized representative of debtor

Kyle C. Mann

Printed name

Title

Gigi's Operating II, LLC
By: Gigi's Operating, LLC, Sole Member
By: KeyCorp, LLC, its Sole Member
By: Kyle C. Mann, Manager

18. Signature of attorney**X**


Signature of attorney for debtor

Date

01/04/2019
 MM / DD / YYYY
Michael McConnell 13447300

Printed name

Kelly Hart & Hallman LLP

Firm name

201 Main Street, Suite 2500**Fort Worth, TX 76102**

Number, Street, City, State & ZIP Code

Contact phone (817) 332-2500

Email address

michael.mcconnell@kellyhart.com**13447300 TX**

Bar number and State

Debtor

Gigi's Operating II, LLC

Name

Case number (*if known*)**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF TEXAS

Case number (*if known*)Chapter 11 Check if this an amended filing**FORM 201. VOLUNTARY PETITION****Pending Bankruptcy Cases Attachment**

Debtor	Gatti's Great Pizza, Inc.	Relationship to you	Affiliate
District	When <u>1/04/19</u>	Case number, if known	
Debtor	Gigi's Cupcakes, LLC	Relationship to you	Affiliate
District	When <u>1/04/19</u>	Case number, if known	
Debtor	Gigi's Operating, LLC	Relationship to you	Affiliate
District	When <u>1/04/19</u>	Case number, if known	
Debtor	Mr. Gatti's, LP	Relationship to you	Affiliate
District	When <u>1/04/19</u>	Case number, if known	
Debtor	Sovrano, LLC	Relationship to you	Affiliate
District	When <u>1/04/19</u>	Case number, if known	

**WRITTEN CONSENT OF SOLE MEMBER
OF
GIGI'S OPERATING II, LLC**

(In Lieu of Special Meeting)

Effective as of December 21, 2018

The undersigned, being the sole member (the “Member”) of Gigi’s Operating II, LLC, a Delaware limited liability company (the “Company”), acting herein pursuant to the provisions of Section 6.201 of the Texas Business Organizations Code, do hereby consent to, authorize and approve the following resolutions in lieu of a special meeting:

Approval of Bankruptcy Proceedings

WHEREAS, the Member deems it necessary, advisable and in the best interest of the Company that the Company file a voluntary petition seeking relief under Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”), in which the authority to operate as debtor-in-possession will be sought;

NOW, THEREFORE, BE IT

RESOLVED, that the filing of a voluntary petition seeking relief under Chapter 11 of Title 11 of the Bankruptcy Code, in which the authority to operate as debtor-in-possession will be sought, be, and it hereby is, authorized in all respects; and

FURTHER RESOLVED, that the Member and any officer of the Company be, and each hereby is, appointed as an authorized signatory (collectively, the “Authorized Signatories”) of the Company in connection with the Chapter 11 proceedings authorized herein (the “Chapter 11 Case”); and

FURTHER RESOLVED that the Authorized Signatories be, and each hereby is, authorized, empowered and directed for, and in the name of, and on behalf of, the Company to execute, deliver and verify or certify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court at such time as the Authorized Signatory executing the same shall determine; and

FURTHER RESOLVED, that the Authorized Signatories be, and each hereby is, authorized, empowered and directed for, and in the name of, and on behalf of, the Company to execute, file and/or authorize all petitions, schedules, lists, pleadings and other papers, and any amendments or modifications of the above, and to take any and all actions that the Authorized Signatories may deem necessary, proper or desirable in connection with the Chapter 11 Case; and

FURTHER RESOLVED, that the law firm of Kelly Hart & Hallman LLP be, and it hereby is, employed to render legal services to, and to represent the Company in connection with the Chapter 11 Case and any other related matters in connection therewith, on such terms as the Authorized Signatories shall approve; and

FURTHER RESOLVED, that an Authorized Signatory be, and each hereby is, authorized, empowered and directed for, and in the name of, and on behalf of, the Company to retain and employ other attorneys, investment bankers, accountants, restructuring professionals, financial advisors, and other professionals to assist in the Company's Chapter 11 Case on such terms as are deemed necessary, proper, or desirable; and

FURTHER RESOLVED, that the Authorized Signatories and any employees or agents (including counsel) designated by or directed by the Authorized Signatories be, and each hereby is, authorized, empowered and directed to cause the Company to enter into, execute, deliver, certify, file, record, and perform such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities certificates or other documents, and to take such other actions, as in the judgment of an Authorized Signatory shall be necessary, proper, desirable and consistent with the foregoing resolutions and to carry out and put into effect the purposes of the foregoing resolutions, and the transactions contemplated by these resolutions, their authority thereunto to be evidenced by the taking of such actions; and

FURTHER RESOLVED, that the Authorized Signatories be, and each hereby is, authorized, empowered and directed to cause all fees, costs and expenses related to the consummation of the transactions contemplated by the foregoing resolutions, which any of the Authorized Signatories determines to be necessary or appropriate in order to effectuate the general intent of the foregoing resolutions, the payment of such fees, costs and expenses being conclusive evidence of such authority; and

FURTHER RESOLVED, that the Authorized Signatories be, and each hereby is, authorized, empowered and directed to execute and deliver any and all documents and instruments deemed necessary or appropriate by the Authorized Signatories, and to take any and all such further action, in the name of and on behalf of the Company, which the Authorized Signatories determine to be necessary or appropriate in order to effectuate the general intent of the foregoing resolutions, the signature of an Authorized Signatory being conclusive evidence of such authority; and

FURTHER RESOLVED, that the Authorized Signatories be, and each hereby is, authorized, empowered and directed for, and in the name of, and on behalf of, the Company to amend, supplement, or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements or other writings referred to in the foregoing resolutions; and

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Signatories, employees, or agents (including counsel) of the Company within the terms of the foregoing resolutions be and they are hereby ratified, confirmed, authorized and approved as the act and deed of the Company; and

FURTHER RESOLVED, that the Authorized Signatories, be, and each hereby is, authorized and empowered to certify on behalf of the Company, as to all matters pertaining to the acts, transactions or agreements contemplated in any of the foregoing resolutions.

Original Signature

A facsimile signature or signature delivered via portable document format (pdf) will be accepted as if it were an original signature.

IN WITNESS WHEREOF, the undersigned Member has executed this Consent to be effective as of the date first written above.

SOLE MEMBER:

GIGI'S OPERATING, LLC

By: KeyCorp, LLC, its Sole Member

By: 
Kyle C. Mann
Manager

Fill in this information to identify the case:Debtor name **Gigi's Operating II, LLC**United States Bankruptcy Court for the: **NORTHERN DISTRICT OF TEXAS**

Case number (if known)

 Check if this is an amended filing**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)*
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)*
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)*
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)*
- Schedule H: Codebtors (Official Form 206H)*
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)*
- Amended Schedule*
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- Other document that requires a declaration*

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 01/04/2019X

Signature of individual signing on behalf of debtor

Kyle C. Mann
Printed name

Position or relationship to debtor

Gigi's Operating II, LLC

By: Gigi's Operating, LLC, Sole Member

By: KeyCorp, LLC, its Sole Member

By: Kyle C. Mann, Manager

Fill in this information to identify the case:

Debtor name **Gigi's Operating II, LLC**United States Bankruptcy Court for the: **NORTHERN DISTRICT OF TEXAS**

Case number (if known): _____

 Check if this is an
amended filing
Official Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
AEP Ohio P.O. Box 24424 Canton, OH 44701		Trade				\$624.00
Alea Properties (USA), LLC 2200 N. Germantown Parkway Suite 7 Memphis, TN 38106		Rent				\$9,000.00
Atmos Energy PO Box 790311 St. Louis, MO 63179-0311		Trade				\$114.00
Columbia Gas of Ohio P.O. Box 742510 Cincinnati, OH 45274		Trade				\$30.00
Dawn Food Products, Inc. 333 Sargent Road Jackson, MI 49201		Trade				\$7,646.00
DecoPac, Inc. Ammacedo SDS 12-0871 3500 Thurston Avenue Anoka, MN 55303		Trade				\$431.00
Delta Promotions 5716 Hickory Plaza Drive Nashville, TN 37211		Trade				\$853.00
FIRST UTILITY DISTRICT OF KNOX COUNTY 122 Durwood Road Knoxville, TN 37922		Trade				\$138.00

Debtor Gigi's Operating II, LLC
Name

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Franchise Payments Network 801 S. Dillard Street Orlando, FL 34787		Trade				\$192.00
HDJ Capital Partners, Ltd. 3065 Mallory Lane Suite 106 Franklin, TN 37067		Rent				\$10,800.00
KNOXVILLE UTILITY BOARD P.O. BOX 59017 KNOXVILLE, TN 37950-9017		Trade				\$247.00
Lawton Commercial Services 1444 N Central Expressway McKinney, TX 75070		Trade				\$353.00
Lenoir City Utilities Board P.O. Box 449 Lenoir City, TN 37771-0449		Trade				\$1,080.00
Olo 26 Broadway New York, NY 10004		Trade				\$351.00
Orkin, LLC 2170 Piedmont Road, NE Atlanta, GA 30324		Trade				\$84.00
Southern Flavoring Company, Inc 1330 Northfolk Avenue Bedford, VA 24523		Trade				\$60.00
SWC Poplar FHI Partners 9077 Poplar Avenue Suite 103 Germantown, TN 38138		Rent				\$8,100.00
Tri-County Electric Cooperative, Inc 600 NW Parkway Azle, TX 76020		Trade				\$441.00
WebstaurantStore 42 Industrial Circle Lancaster, PA 17601		Trade				\$840.00

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

In Re:

Gigi's Operating II, LLC

Debtor(s)

Case No.:

VERIFICATION OF MAILING LIST

The Debtor(s) certifies that the attached mailing list (*only one option may be selected per form*):

- is the first mail matrix in this case.
- adds entities not listed on previously filed mailing list(s).
- changes or corrects name(s) and address(es) on previously filed mailing list(s).
- deletes name(s) and address(es) on previously filed mailing list(s).

In accordance with N.D. TX L.B.R. 1007.2, the above named Debtor(s) hereby verifies that the attached list of creditors is true and correct.

Date: 01/04/2019


Kyle C. Mann/
Signer/TITLE Manager for KeyCorp, LLC, Sole Member of Gigi's Operating, LLC,
Sole Member of Gigi's Operating II, LLC

Date: 01/04/2019


Signature of Attorney
Michael McConnell 13447300
Kelly Hart & Hallman LLP
201 Main Street, Suite 2500
Fort Worth, TX 76102
(817) 332-2500 Fax: (817) 878-9280

82-0668396
Debtor's Social Security/Tax ID No.

Joint Debtor's Social Security/Tax ID No.

AEP Ohio
P.O. Box 24424
Canton, OH 44701

Alea Properties (USA), LLC
2200 N. Germantown Parkway
Suite 7
Memphis, TN 38106

Alea Properties (USA), LLC
2200 N. Germantown Parkway
Suite 7
Cordova, TN 38106

Amy A. Parsons
2547 Boxford Lane
Cordova, TN 38016

Angela L. Brown
7788 Alexanders Crossing
Olive Branch, MS 38654

Angela M. Pizzo
7037 Ireland Drive
Cordova, TN 38018

Arthur J. Gallagher & Co.
7 Park Central
12750 Merit Drive, Suite 1000
Dallas, TX 75251

Atmos Energy
PO Box 790311
St. Louis, MO 63179-0311

Aycox, Jonathan A.
3844 Kelly Blvd
Carrollton, TX 75007

Babbs, Stephanie
1219 Buckhead Trail
Mount Juliet, TN 37122

Berry, Colin J.
1100 Horsetail Drive
Little Elm, TX 75068

Best, Michael F.
523 Hidden Meadow Drive
Keller, TX 76248

Brelsford, William G.
2112 Western Ave
Fort Worth, TX 75701

Brown, Karen
833 Edgefield Road
Fort Worth, TX 76107

Burkett, Mark R.
7504 Chapin Road, Apt D
Fort Worth, TX 76116

Carole Elam
1534 Arbor View Court, #105
Memphis, TN 38134

Carpenter, Keith W.
3013 Hillcrest Dr
Irving, TX 75062

Carr, Jay C.
3915 Palisade Way
Snellville, GA 30039

Carter, Kristen A.
811 May Street
Apt. 7
Fort Worth, TX 76104

Columbia Gas of Ohio
P.O. Box 742510
Cincinnati, OH 45274

Comptroller of Public Accounts
Rev. Acct. Div. - Bankr. Section
P.O. Box 13528
Austin, TX 78711

Conrad, Karen
12721 Bella Vino Drive
Fort Worth, TX 76126

Culbert, Joel
1116 Springlake Dr
Dripping Springs, TX 78620

Dawn Food Products, Inc.
333 Sargent Road
Jackson, MI 49201

DecoPac, Inc. Ammacedo
SDS 12-0871
3500 Thurston Avenue
Anoka, MN 55303

DeFeo, Jerry
18 Winding Creek Trail
Garland, TX 75043

Delta Promotions
5716 Hickory Plaza Drive
Nashville, TN 37211

Edmondson, Clifton T.
508 Terry Lane
Heath, TX 75032

Emily M. Henson
459 Mockingbird Lane
Collierville, TN 38017

FIRST UTILITY DISTRICT OF KNOX COUNTY
122 Durwood Road
Knoxville, TN 37922

Fix, Robert F.
803 E. Bethel School Road
Coppell, TX 75019

Fleming, Vanessa
366 W City Dam Rd
Corbin, KY 40701

Foley, Stacy L.
2005 Howard Road
Waxahachie, TX 75165

Fowler, Tamala
3701 El Campo Avenue
Fort Worth, TX 76107

Franchise Payments Network
801 S. Dillard Street
Orlando, FL 34787

George, Henry C.
6021 Lantana Lane
Fort Worth, TX 76112

Gigi's Cupcakes, LLC
550 Bailey Avenue
Suite 650
Fort Worth, TX 76107

Gigi's Operating, LLC
550 Bailey Avenue
Suite 650
Fort Worth, TX 76107

Happy State Bank
2525 Ridgmar Blvd., Ste. 300
Fort Worth, TX 76116

HDJ Capital Partners, Ltd
3065 Mallory Lane
Suite 106
Franklin, TN 37067

HDJ Capital Partners, Ltd.
3065 Mallory Lane
Suite 106
Franklin, TN 37067

Internal Revenue Service
Special Procedures-Insolvency
P.O. Box 7346
Philadelphia, PA 19101-7346

Jennifer V. Caldwell
5208 Summer Wind Lane
Arlington, TN 38002

Kaminsky, Charles
5 Chester Downs
San Antonio, TX 78257

Katarina P. Lewis
3408 Wolf Shadow Lane
Memphis, TN 38133

Klinglesmith, Monica
693 Urton Woods Way
Louisville, KY 40243

KNOXVILLE UTILITY BOARD
P.O. BOX 59017
KNOXVILLE, TN 37950-9017

Kristen Cichon
120 Joyce Avenue
Atoka, TN 38004

LaGesse, Mary D.
P.O. Box 470582
Fort Worth, TX 76147

Lawton Commercial Services
1444 N Central Expressway
McKinney, TX 75070

Lenoir City Utilities Board
P.O. Box 449
Lenoir City, TN 37771-0449

Lewis, Mary
5203 Wimbledon Court
Arlington, TX 76017

Mann, Kyle C.
4012 Fairway Court
Arlington, TX 76013

Medina, Claudia
6428 Claire Drive
Apt. 9210
Fort Worth, TX 76131

Murphy, Kelly
7929 Stansfield Drive
Fort Worth, TX 76137

Nancy Johnson
592 Walston Lane
Collierville, TN 38017

Ohio Bureau of Workers' Compensation
P.O. Box 89492
Cleveland, OH 44101

Olo
26 Broadway
New York, NY 10004

Orkin, LLC
2170 Piedmont Road, NE
Atlanta, GA 30324

Phillips, Robert J.
205 North Rivercrest Drive
Fort Worth, TX 76107

Poates, Michael D.
8005 Rushing Spring Dr
No. Richland Hills, TX 76182

Pool, Becky M.
2683 McClendon Rd
Weatherford, TX 76088

Priyankee G. Vaidya
1437 Dexter Lake Dr., Apt. 204
Cordova, TN 38016

Regions Bank
Ft. Worth
3017 W. 7th Street
Fort Worth, TX 76107

Reichert, Christopher K.
2541 Windy Pine Lane
Arlington, TX 76015

Renfrow, Judy
3637 Pallos Verdas Drive
Dallas, TX 75229

Robertson, David W.
1701 Payne st
Apt. 711
Dallas, TX 75201

Robertson, Jane
2379 Joe Brown Road
Spring Hill, TN 37174

Roney, Nakita
1232 Kensington Dr.
DeSoto, TX 75115

Smith, Travis M.
3217 Tanglewood Trail
Fort Worth, TX 76109

Southern Flavoring Company, Inc
1330 Northfolk Avenue
Bedford, VA 24523

Strother, Jack
6300 Via Italia Dr
Flower Mound, TX 75077

SWC Poplar FHI Partners
9077 Poplar Avenue
Suite 103
Germantown, TN 38138

SWC Poplar FHI Partners
9077 Poplar Avenue
Suite 103
Germantown, TN 38138

Texas Workforce Commission
TEC Building - Bankruptcy
101 East 15th Street
Austin, TX 78778

Tri-County Electric Cooperative, Inc
600 NW Parkway
Azle, TX 76020

United States Trustee
Office of the United States Trustee
1100 Commerce St., Room 976
Dallas, TX 75242-1699

Vallejo, Elizabeth G.
6249 Winifred Drive
Fort Worth, TX 76133

Watson, Boyd
6551 Malvey Ave
Fort Worth, TX 76116

WebstaurantStore
42 Industrial Circle
Lancaster, PA 17601

Wheat, Debbie S.
1215 Greenway Drive
Duncanville, TX 75137

Williams, Robert W.
2813 Saddle Creek Dr
Fort Worth, TX 76177

Winter, James R.
3816 Birchman Ave
Fort Worth, TX 76107

Winters, Dustin
10650 Jacksboro Hwy
Box 5
Fort Worth, TX 76135

Woodside, Dustin
6925 Westcreek Drive
Fort Worth, TX 76133

**United States Bankruptcy Court
Northern District of Texas**

In re **Gigi's Operating II, LLC**

Debtor(s)

Case No.
Chapter**11**

**DECLARATION FOR ELECTRONIC FILING OF BANKRUPTCY
PETITION, LISTS, STATEMENTS, AND SCHEDULES**

PART I: DECLARATION OF PETITIONER:

As an individual debtor in this case, or as the individual authorized to act on behalf of the corporation, partnership, or limited liability company seeking bankruptcy relief in this case, I hereby request relief as, or on behalf of, the debtor in accordance with the chapter of title 11, United States Code, specified in the petition to be filed electronically in this case. I have read the information provided in the petition, lists, statements, and schedules to be filed electronically in this case and *I hereby declare under penalty of perjury* that the information provided therein, as well as the social security information disclosed in this document, is true and correct. I understand that this Declaration is to be filed with the Bankruptcy Court within 7 days after the petition, lists, statements, and schedules have been filed electronically. I understand that a failure to file the signed original of this Declaration will result in the dismissal of my case.

- I hereby further declare under penalty of perjury that I have been authorized to file the petition, lists, statements, and schedules on behalf of the debtor in this case.

Date:

01/04/2019

Kyle C. Mann, Gigi's Operating II, LLC

By: Gigi's Operating, LLC, Sole Member

By: KeyCorp, LLC, its Sole Member

By: Kyle C. Mann, Manager

PART II: DECLARATION OF ATTORNEY:

I declare *under penalty of perjury* that: (1) I will give the debtor(s) a copy of all documents referenced by Part I herein which are filed with the United States Bankruptcy Court; and (2) I have informed the debtor(s), if an individual with primarily consumer debts, that he or she may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

Date:

01/04/2019

Michael McConnell 13447300, Attorney for Debtor
201 Main Street, Suite 2500
Fort Worth, TX 76102
(817) 332-2500 Fax:(817) 878-9280

**United States Bankruptcy Court
Northern District of Texas**

In re **Gigi's Operating II, LLC**

Debtor(s)

Case No.

Chapter

11

**DECLARATION FOR ELECTRONIC FILING OF
BANKRUPTCY PETITION AND MASTER MAILING LIST (MATRIX)**

PART I: DECLARATION OF PETITIONER:

As an individual debtor in this case, or as the individual authorized to act on behalf of the corporation, partnership, or limited liability company seeking bankruptcy relief in this case, I hereby request relief as, or on behalf of, the debtor in accordance with the chapter of title 11, United States Code, specified in the petition to be filed electronically in this case. I have read the information provided in the petition and in the lists of creditors to be filed electronically in this case and *I hereby declare under penalty of perjury* that the information provided therein, as well as the social security information disclosed in this document, is true and correct. I understand that this Declaration is to be filed with the Bankruptcy Court within 7 days after the petition and lists of creditors have been filed electronically. I understand that a failure to file the signed original of this Declaration will result in the dismissal of my case.

- I hereby further declare under penalty of perjury that I have been authorized to file the petition and lists of creditors on behalf of the debtor in this case.

Date: 01/04/2019

Kyle C. Mann, Gigi's Operating II, LLC
 By: Gigi's Operating, LLC, Sole Member
 By: KeyCorp, LLC, its Sole Member
 By: Kyle C. Mann, Manager

PART II: DECLARATION OF ATTORNEY:

I declare *under penalty of perjury* that: (1) I will give the debtor(s) a copy of all documents referenced by Part I herein which are filed with the United States Bankruptcy Court; and (2) I have informed the debtor(s), if an individual with primarily consumer debts, that he or she may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

Date: 01/04/2019

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Proposed Counsel for Debtors

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE NORTHERN DISTRICT OF TEXAS
 FORT WORTH DIVISION

IN RE:	§	
SOVRANO, LLC,	§	CASE NO. 19-xxxxx-11
MR. GATTI'S, LP,	§	CASE NO. 19-xxxxx-11
GATTI'S GREAT PIZZA, INC.,	§	CASE NO. 19-xxxxx-11
GIGI'S CUPCAKES, LLC,	§	CASE NO. 19-xxxxx-11
GIGI'S OPERATING, LLC,	§	CASE NO. 19-xxxxx-11
GIGI'S OPERATING II, LLC, ¹	§	CASE NO. 19-xxxxx-11
Debtors.	§	(Joint Administration Requested)
	§	
	§	

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT

Pursuant to Federal Rules of Bankruptcy Procedures 1007(a)(1) and 7007.1, Sovrano, LLC, a Delaware corporation, and its affiliated debtors and debtors-in-possession (each, a “Debtor”), hereby state as follows:

1. There is no corporation that owns, directly or indirectly, 10% or more of any class of the equity interests in Debtor Sovrano, LLC.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sovrano, LLC (1470); Mr. Gatti's, LP (0879); Gatti's Great Pizza, Inc. (6061); Gigi's Cupcakes, LLC (8356); Gigi's Operating, LLC (0621); and Gigi's Operating II, LLC (8396).

2. GGP Operations, LLC, a non-debtor entity, owns 100% of Gatti's Great Pizza, Inc.
3. KeyCorp, LLC, a non-debtor entity, owns 100% of Debtor Gigi's Cupcakes, LLC.
4. KeyCorp, LLC, a non-debtor entity, owns 100% of Debtor Gigi's Operating, LLC.
5. Gigi's Operating, LLC owns 100% of Debtor Gigi's Operating II, LLC.

Respectfully submitted,

By: /s/ Michael A. McConnell
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